

<b>UNITED STATES BANKRUPTCY COURT</b> Southern District of New York	<b>VOLUNTARY PETITION</b>
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Name of Debtor (if individual, enter Last, First, Middle): <b>MF Global Finance USA Inc.</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>MAN Group Finance, Inc.</b>	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>98-0554890</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): <b>717 Fifth Avenue New York, New York</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE <b>10022</b>	ZIP CODE
County of Residence or of the Principal Place of Business: <b>New York County</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>same as street address</b>	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):

ZIP CODE

<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)	<b>Nature of Business</b> (Check <b>one</b> box.)	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> box.)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <hr/> <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).  <hr/> <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input checked="" type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): <b>MF Global Finance USA Inc.</b>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet.)

Location Where Filed:	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet.)

Name of Debtor: <b>See Schedule 1</b>	Case Number:	Date Filed:
District: <b>Southern District of New York</b>	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p style="text-align: center;">(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p><b>X</b> _____ Signature of Attorney for Debtor(s) (Date)</p>
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**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**  
(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**  
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

(This page must be completed and filed in every case.)

Name of Debtor(s):  
**MF Global Finance USA Inc.**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (if not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X /s/ Kenneth S. Ziman

Signature of Attorney for Debtor(s)  
**Kenneth S. Ziman**

Printed Name of Attorney for Debtor(s)  
**Skadden Arps Slate Meagher & Flom LLP**

Firm Name  
**4 Times Square**  
**New York, New York 10036**

Address  
**212-735-3000**

Telephone Number  
**10/31/2011**

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

\_\_\_\_\_  
Date

X Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Bradley I. Abelow

Signature of Authorized Individual  
**Bradley I. Abelow**

Printed Name of Authorized Individual  
**Executive Vice President and COO**

Title of Authorized Individual  
**10/31/2011**

\_\_\_\_\_  
Date

## **SCHEDULE 1– AFFILIATED DEBTORS**

The following list identifies all of the affiliated entities, including the Debtor filing this petition (collectively, the “Debtors”), that have filed voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York substantially contemporaneously with the filing of this petition. MF Global Holdings Ltd. and MF Global Finance USA Inc. have filed a motion requesting that their chapter 11 cases be jointly-administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedures.

1. MF Global Holdings Ltd
2. MF Global Finance USA Inc.

**CONSOLIDATED LIST OF UNSECURED CREDITORS HOLDING  
THE FIFTY LARGEST UNSECURED CLAIMS**

Following is a consolidated list of unsecured creditors holding the 50 largest unsecured claims against MF Global Holdings Ltd. and MF Global Finance USA Inc. (collectively, the "Debtors"), as of approximately October 23-30, 2011. The list has been prepared on a consolidated basis, based upon the current records of the Debtors that have contemporaneously commenced chapter 11 cases in this Court. Related entities may be listed in a consolidated basis on this chart. In setting forth the approximate amount of each claim, the Debtors may have used estimates for market values for securities and currencies and related company offsets. Certain financial instruments are illiquid and difficult to price, therefore these cannot be valued with accuracy, and values listed herein may vary substantially from fair value.

The Debtors have not yet identified which of the 50 largest unsecured creditors, if any, are contingent, unliquidated, disputed and/or subject to setoff. The Debtors reserve all rights with respect to the creditors listed on this schedule, including the right to identify any of them as contingent, unliquidated, disputed and/or subject to setoff, as appropriate. The amounts are based on the Debtors' records at the time this schedule was filed. The Debtors may continue to reconcile the amounts on this schedule, and accordingly, neither the Debtors nor its professionals can guaranty that such numbers are accurate at this time. The information presented in this list shall not constitute an admission by, nor is it binding on, the Debtors.

The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101 or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 50 largest unsecured claims.

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
1.	JPMorgan Chase Bank, N.A., as Indenture Trustee 270 Park Ave New York, NY 10017	Unknown	Bond Debt	Unknown	\$1,200,875,000
2.	Deutsche Bank Trust Company Americas, as Indenture Trustee for 6.250% Notes due August 8, 2016 Attention: Lynne Malina Legal Department 60 Wall Street, 37th Floor New York, New York 10005 Fax: (212) 250-0677	Unknown	Bond Debt	Unknown	\$325,000,000

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
3.	Deutsche Bank Trust Company Americas, as Indenture Trustee for 3.375% Notes due August 1, 2018 Corporate Trust Office at Attention: Lynne Malina Legal Department 60 Wall Street, 37th Floor New York, New York 10005 Fax: (212) 250-0677	Unknown	Bond Debt	Unknown	\$325,000,000
4.	Deutsche Bank Trust Company Americas, as Indenture Trustee for 1.875% Notes due February 1, 2016 Attention: Lynne Malina Legal Department 60 Wall Street, 37th Floor New York, New York 10005 Fax: (212) 250-0677	Unknown	Bond Debt	Unknown	\$287,500,000
5.	Deutsche Bank Trust Company Americas, as Indenture Trustee for 9% Notes due June 20, 2038 Attention: Lynne Malina Legal Department 60 Wall Street, 37th Floor New York, New York 10005 Fax: (212) 250-0677	Unknown	Bond Debt	Unknown	\$78,617,000
6.	Headstrong Services, LLC 4035 Ridge Top Rd Ste 300 Fairfax, VA 22030 Phone: (703) 272-6700 Fax: (703) 272-2000	Unknown	Unknown	Unknown	\$3,936,074
7.	CNBC c/o NBC Universal CFS Bank of America NBC Universal Lock Box #402971 Atlanta, GA 30384-2971  10 Fleet Pl London, EC4M7QS GB Phone: 0207 653 9300	Unknown	Unknown	Unknown	\$845,397
8.	Sullivan & Cromwell LLP 125 Broad St New York, NY 10004-2498 Phone: (212) 558-4000 Fax: (212) 558-3588	Unknown	Unknown	Unknown	\$596,939

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
9.	Caplin Systems Limited Cutlers Court, 115 Houndsditch London EC3A 7BR GB	Unknown	Unknown	Unknown	\$427,520
10.	Wachtell, Lipton, Rosen & Katz 51 W 52nd St New York, NY 10019 Phone: (212) 403-1000 Fax: (212) 403-2000	Unknown	Unknown	Unknown	\$388,000
11.	Linklaters LLP 1345 Avenue of the Americas New York, NY 10105 Phone: (212) 903-9000 Fax: (212) 903-9100	Unknown	Unknown	Unknown	\$348,000
12.	PricewaterhouseCoopers LLP 1177 Avenue of the Americas New York, NY 10036 Phone: (212) 596-8000 Fax: (813) 286-6000	Unknown	Unknown	Unknown	\$312,598
13.	Dean Media Group 560 W Washington Blvd Ste 420 Chicago, IL 60605	Unknown	Unknown	Unknown	\$309,000
14.	Oracle Corporation 500 Oracle Pkwy Redwood Shores, CA 94065 Phone: (916) 315-4305 Fax: (650) 506-7200	Unknown	Unknown	Unknown	\$302,704
15.	ForwardThink Group Inc 112 Candido Ct Manalapan, NJ 07726 Phone: (646) 873-6530	Unknown	Unknown	Unknown	\$278,825
16.	Bloomberg Finance LP 731 Lexington Ave New York, NY 10022 Fax: (917) 369-5000	Unknown	Unknown	Unknown	\$276,064

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
17.	The Gate Worldwide (S) Pte Ltd 11 E 26th St Fl 14 New York, NY 10010-1422 Fax: (212) 508-3543  52 Craig Rd Singapore 89690	Unknown	Unknown	Unknown	\$229,739
18.	Lever Interactive 1431 Opus Pl Ste 625 Downers Grove, IL 60515	Unknown	Unknown	Unknown	\$178,900
19.	Braxton Group LLC 7 Bridge View Dr New Fairfield, CT 06812 Phone: (203) 312-9200	Unknown	Unknown	Unknown	\$172,325
20.	Forum Group 260 Madison Ave # 200 New York, NY 10016-2401 Phone: (212) 687-4050 Fax: (917) 256-0314	Unknown	Unknown	Unknown	\$154,300
21.	Shearman & Sterling 599 Lexington Ave New York, NY 10022 Phone: (212) 848-4000 Fax: (212) 848-7179	Unknown	Unknown	Unknown	\$135,500
22.	RR Donnelly 111 South Wacker Dr Chicago, IL 60606 Phone: (312) 326-8000 Fax: (212) 503-1344	Unknown	Unknown	Unknown	\$118,600
23.	Infinia Group LLC 515 West 20th St Fl 3 New York, NY 10011 Phone: (212) 463-5100	Unknown	Unknown	Unknown	\$115,001
24.	Directors Fees 717 Fifth Ave New York, NY 10022	Unknown	Unknown	Unknown	\$105,000



	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
25.	ADK America Inc 515 West 20th St Fl 6 East New York, NY 10011  3137 S La Cienega Blvd Los Angeles, CA 90016	Unknown	Unknown	Unknown	\$101,958
26.	Alvarez & Marsal Tax Advisory Services LLC 600 Lexington Ave Fl 6 New York, 10022 10017 Phone: (212) 759-4433 Fax: (212) 328-8757	Unknown	Unknown	Unknown	\$65,000
27.	The Global Capital Group, Ltd 88 W Schiller Ste 3008 Chicago, IL 60610 Phone: (312) 451-2676	Unknown	Unknown	Unknown	\$63,250
28.	Access Search Inc 218 N Jefferson Ste 302 Chicago, IL 60661 Phone: (312) 930-1034 Fax: (312) 930-1070	Unknown	Unknown	Unknown	\$61,440
29.	Holland & Knight Attn Bill Honan, Executive Partner 31 W 52nd St New York, NY 10019 Phone: (212) 513-3200 Fax: (212) 385-9010	Unknown	Unknown	Unknown	\$59,000
30.	JVKellyGroup Inc 145 E Main St Huntington, NY 11743 Phone: (631) 427-2888 Fax: (631) 427-0266	Unknown	Unknown	Unknown	\$56,760
31.	Willis of New York, Inc. 200 Liberty St Fl 7 New York, NY 100281-0001 Phone: (212) 344-8888 Fax: (212) 915-8511	Unknown	Unknown	Unknown	\$49,850
32.	Fleishman Hillard Inc 4706 Paysphere Cir Chicago, IL 60674 Phone: (314) 982-1700 Fax: (314) 231-2313	Unknown	Unknown	Unknown	\$42,000

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
33.	American Express Company Corporate Services Operations AESC-P 20022 N 31st Ave Mail Code AZ-08-03-11 Phoenix, AZ 85027 Phone: (800) 528-2122	Unknown	Unknown	Unknown	\$40,000
34.	Other Regrsn 111 South Wacker Dr Chicago, IL 60606 Phone: (312) 326-8000	Unknown	Unknown	Unknown	\$37,280
35.	Technology Managemant Consulting Group DBA Roadmap Learning 235 Iris Rd Lakewood, NJ 08701	Unknown	Unknown	Unknown	\$34,000
36.	Eloqua Corporation 1921 Gallows Rd Ste 250 Vienna, VA 22182-3900 Fax: (302) 655-5049	Unknown	Unknown	Unknown	\$33,000
37.	GKH Law Offices One Azrieli Center, Round Building Tel Aviv 67021 Israel Phone: 972-3-607-4444 Fax: 972-3-607-4422  1 Shmuel Ha'Nagid Street, 4th Floor Jerusalem 94592 Israel Phone: 972-2-623-2683 Fax. 972-2-623-6082	Unknown	Unknown	Unknown	\$30,074
38.	The Siegfried Group LLP 1201 Market St Ste 700 Wilmington, DE 19801-1147	Unknown	Unknown	Unknown	\$30,000
39.	Synechron (Synechron Inc) 15 Corporate Pl S Ste 400 Piscataway, NJ 08854 Phone: (732) 562-0088 Fax: (732) 562-1414	Unknown	Unknown	Unknown	\$29,740
40.	Amideo and Associates 787 S Shore Drive Miami Beach, FL 33141 Phone: (305) 519-5377	Unknown	Unknown	Unknown	\$27,300

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
41.	BTA	Unknown	Unknown	Unknown	\$26,978
42.	Promontory Financial Group LLC 1201 Pennsylvania Ave NW Ste 617 Washington, DC 20004-2401 Phone: (202) 662-6980 Fax: (202) 783-2924	Unknown	Unknown	Unknown	\$25,000
43.	Media Two 319 W Martin St Ste 200 Raleigh, NC 27601 Phone: (919) 553-1246	Unknown	Unknown	Unknown	\$25,000
44.	Ticker Consulting LLC 3 Cypress Dr Cedar Knolls, NJ 07927	Unknown	Unknown	Unknown	\$22,800
45.	Adscm Solutions LLC Attn Andre Pires 201 East 12 St New York, NY 10003	Unknown	Unknown	Unknown	\$19,440
46.	Premiere Global Services Inc The Terminus Building 3280 Peachtree Rd NE Ste 1000 Atlanta, GA 30305 Phone: (866) 548-3203 Fax: (404) 262-8540	Unknown	Unknown	Unknown	\$18,227
47.	Paul Hastings Attn Barry Brooks 75 East 55th Street New York, NY 10022 Phone: (212) 318-6000 Fax: (212) 319-4090	Unknown	Unknown	Unknown	\$11,646
48.	Fox Rothschild, LLP Attn: Accounts Payable - 01 2000 Market St Fl 20 Philadelphia, PA 19103-3222 Phone: (215) 299-2000 Fax: (215) 299-2150	Unknown	Unknown	Unknown	\$11,645
49.	KPMG, LLP Dept. 0511 POB 120001 Dallas, TX 75312-0511 Fax: (212) 758-9819	Unknown	Unknown	Unknown	\$10,000

	<b>Name, Address, Phone and Fax No. of Creditor</b>	<b>Person(s) Familiar with Debtors' Account</b>	<b>Nature of Claim</b>	<b>Contingent, Unliquidated and/or Disputed</b>	<b>Approximate Amount of Claim</b>
50.	Stephanie G Schrock 7716 N Paulina St Unit 1N Chicago-Rogers Park, IL 60626	Unknown	Unknown	Unknown	\$10,000

I, Bradley I. Abelow of MF Global Finance USA Inc., declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my knowledge, information, and belief.

Dated: October 31, 2011

By: /s/ Bradley I. Abelow  
Name: Bradley I. Abelow  
Title: Executive Vice President and Chief  
Operating Officer

**MF GLOBAL FINANCE USA INC.**  
**RESOLUTION OF THE BOARD OF DIRECTORS**

**Dated as of October 31, 2011**

The Board of Directors (the “Board of Directors”) of MF Global Finance USA Inc., a New York corporation (the “Corporation”), at a duly convened meeting, do hereby adopt the following resolutions:

RESOLVED, that in the judgment of the Board it is desirable and in the best interests of the Company, its creditors, its stockholders and other interested parties that a petition be filed by the Corporation in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), in which the authority to operate as a debtor-in-possession will be sought; and it is further

RESOLVED, that each of the officers of the Corporation, including without limitation, the president, chief financial officer, and any vice president, secretary, treasurer, assistant secretary and assistant treasurer of the Corporation be appointed by the Board of Directors as an authorized signatory (each, individually, an “Authorized Officer,” and, collectively, the “Authorized Officers”) of the Corporation in connection with the chapter 11 case authorized herein; and it is further

RESOLVED, that the Authorized Officers of the Corporation be, and each of them, with full authority to act without the others, hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and verify a petition in the name of the Corporation under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the Bankruptcy Court in such form and at such time as the Authorized Officer executing said petition on behalf of the Corporation shall determine; and it is further

RESOLVED, that the Authorized Officers of the Corporation be, and each of them, with full authority to act without the others, hereby is, authorized, empowered and directed in the name and on behalf of the Corporation, to execute and file or cause to be executed and filed (or to direct others to do so on their behalf as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all other action which they or any one of them deem necessary, proper or desirable

in connection with the chapter 11 case contemplated hereby, with a view to the successful prosecution of such case; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officers of the Corporation to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and it is further

RESOLVED, that the Authorized Officers of the Corporation be, and each of them, with full authority to act without the others, hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to take any and all such actions, and to execute and deliver or cause to be executed and delivered under seal of the Corporation or otherwise, such agreements, instruments and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the Authorized Officer or Authorized Officers so acting; and it is further

RESOLVED, that the law firm of Skadden, Arps, Slate, Meagher & Flom LLP and its affiliates be, and hereby are, employed under general retainer as attorneys for the Corporation in the chapter 11 case; and it is further

RESOLVED, that The Garden City Group, Inc., be, and hereby are, employed as claims and noticing agents for the Corporation in the chapter 11 case; and it is further

RESOLVED, that the Authorized Officers of the Corporation be, and each of them, with full authority to act without the others, hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur and pay or cause to be paid all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED, that each director hereby waives, in accordance with Section II, Section 7 of the Corporation's Bylaws, any requirement for notice of this meeting; and it is further

RESOLVED, that all actions heretofore taken consistent with the purpose and intent of the foregoing resolutions are hereby ratified, confirmed and approved in all respects as the acts and deeds of the Corporation.



## ASSISTANT SECRETARY'S CERTIFICATE

The undersigned, Kelly Diemand, Assistant Secretary of MF Global Finance USA Inc. (the "Company"), a New York corporation, hereby certifies on behalf of the Company, as the Secretary of the Company, and not in any individual capacity, as follows:

1. I am the duly qualified and elected Assistant Secretary of the Company and, as such, am familiar with the facts herein certified, and I am duly authorized to certify same on behalf of the Company.
2. Each of the following person is a duly elected, qualified and acting Director of the Company: David Dunne, Henri Steenkamp, and J. Randy MacDonald.
3. Attached hereto is a true and complete copy of the resolutions of the Board of Directors of the Company.
4. Such resolutions have not been amended, altered, annulled, rescinded or revoked in any manner and are in full force and effect as of the date hereof.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 31st day of October, 2011.

/s/ Kelly Diemand  
Kelly Diemand

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
J. Gregory Milmo  
Kenneth S. Ziman  
J. Eric Ivester

Proposed Counsel for Debtors and  
Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

----- x  
In re : Chapter 11  
MF GLOBAL FINANCE USA INC., : Case No. 11-  
: (Joint Administration Pending)  
Debtor. :  
----- x

**CORPORATE OWNERSHIP STATEMENT**

In accordance with rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure (the “Federal Bankruptcy Rules”) and Local Bankruptcy Rule 1007-3, MF Global Finance USA Inc. (the “Company”) hereby states that the following entities directly or indirectly own 10% or more of any class of the Company's equity interests:

- MF Global Holdings Ltd.
- MF Global Holdings USA Inc.

The Company does not own (directly or indirectly) 10% or more of any class of a corporation's publicly traded equity interests. The Company does not own an interest in any general partnership. The Company does not own an interest in any limited liability partnership.

The Company does not own an interest in any joint venture.

I, the undersigned authorized officer of the Company named as the debtor in this chapter 11 case, declare under penalty of perjury that I have reviewed the foregoing and that it is true and correct to the best of my knowledge, information and belief, with reliance on appropriate corporate officers.

Dated: New York, New York  
October 31, 2011

/s/ *Bradley I. Abelow*  
Bradley I. Abelow  
Executive Vice President and  
Chief Executive Officer of  
MF Global Finance USA Inc.